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MERGER OR SHARE EXCHANGE
DLG ART, INC.

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SECRETARY OF STATE
TALLAHASSEE, FLORIDA

13 JAN 25 AM 11:14

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T. LEMIEUX

JAN 25 2013

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ARTICLES OF MERGER
FOR
FLORIDA PROFIT CORPORATION

ARTICLES OF MERGER between **DLG ART, INC.**, a Florida Corporation whose registered address is 450 Alton Rd., #2004, Miami Beach, FL 33139 ("Surviving Corporation") and **TRESART, LLC.**, a Florida Limited Liability Company whose registered business address is 550 Biltmore Way, #111, Coral Gables, FL 33134 ("Nonsurviving Company").

Pursuant to §607.1109 of the Florida Statutes, the Surviving Corporation and the Nonsurviving Company adopt the following Articles of Merger:

ARTICLE - 1

The name, form/entity type, and jurisdiction for each merging party is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
DLG ART, INC.	Florida	Corporation
TRESART, LLC.	Florida	Limited Liability Company

ARTICLE - 2

The name, form/entity type, and jurisdiction of the Surviving Corporation is as follows:

<u>Name</u>	<u>Jurisdiction</u>	<u>Form/Entity Type</u>
DLG ART, INC.	Florida	Corporation

Upon filing of these Articles of Merger with the Secretary of State of Florida the name of the Surviving Corporation shall be **TRESART, INC.**

ARTICLE - 3

The attached plan of merger was approved by Surviving Corporation and Nonsurviving Company in accordance with the applicable provisions of Chapters 607 and 608, Florida Statutes.

ARTICLE - 4

The attached plan of merger was approved by Surviving Corporation and Nonsurviving Company in accordance with applicable laws of the State of Florida.

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TALLAHASSEE, FLORIDA

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ARTICLE - 5

The date and time of the effectiveness of the Merger shall be upon the filing of these Articles of Merger with the Secretary of State of Florida.

20 13 IN WITNESS WHEREOF, the parties have set their hands this 17 day of JANUARY.

DLG ART, INC., a Florida Corporation

By: [Signature]
Antonio De La Guardia, President

TRESART, LLC., a Florida Limited Liability Company

By: [Signature]
Antonio De La Guardia, Operating Manager

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PLAN OF MERGER

Merger between **DLG ART, INC.**, a Florida Corporation whose registered address is 450 Alton Rd., #2004, Miami Beach, FL 33139 ("**Surviving Corporation**") and **TRESART, LLC.**, a Florida Limited Liability Company whose registered business address is 550 Biltmore Way, #111, Coral Gables, FL 33134 ("**Nonsurviving Company**"), (collectively the "**Constituent Entities**"). This Merger is being effected pursuant to this Plan of Merger (the "**Plan**") in accordance with Chapter 607, Florida Statutes (the "**Act**").

ARTICLE - 1

The name, form/entity type, and jurisdiction for each merging party is as follows:

Name	Jurisdiction	Form/Entity Type
DLG ART, INC.	Florida	Corporation
TRESART, LLC.	Florida	Limited Liability Company

ARTICLE - 2

The name, form/entity type, and jurisdiction of the Surviving Corporation is as follows:

Name	Jurisdiction	Form/Entity Type
DLG ART, INC.	Florida	Corporation

Upon filing of these Articles of Merger with Secretary of State of Florida ("**Effective Date**") the name of the Surviving Corporation shall be **TRESART, INC.**

ARTICLE - 3

The Articles of Incorporation of the Surviving Corporation, as in effect immediately prior to the Effective Date shall, without any changes, be the Articles of Incorporation of the Surviving Corporation from and after the Effective Date until further amended as permitted by Law. The name of the Surviving Corporation as of the Effective Date shall be **TRESART, INC.**

ARTICLE - 4

The shares and membership interests of Constituent Entities shall be converted into shares of the Surviving Corporation with 10,000 shares of common stock, each having the par value of \$0.1 as provided in the Articles of Incorporation of the Surviving Corporation. The former holders of membership interests, shares, interests, obligations, or other securities, or rights to such securities, shall be entitled only to the rights provided in this Plan and to their appraisal rights, if any, under Chapters 607 and 608, Florida Statutes. Each share of Surviving Corporation's stock that is issued and outstanding on the Effective Date shall continue as outstanding shares of Surviving Corporation stock.

ARTICLE - 5

All shares of Surviving Corporation's stock into which membership interests of Nonsurviving Company shall have been converted and become exchangeable for pursuant to this Plan shall be deemed to have been paid in full satisfaction.

ARTICLE - 6

On the Effective Date, the separate existence of Nonsurviving Company shall cease, and Surviving Corporation shall be fully vested in Nonsurviving Company's rights, privileges, immunities, powers and franchises, subject to its restrictions, liabilities and duties, all as more particularly set forth in the Act.

ARTICLE - 7

If at any times after the Effective Date Surviving Corporation shall determine that any further conveyances, agreements, documents, instruments and assurances or any further action is necessary or desirable to carry out the provisions of this Plan, the appropriate Officers or Managers of Surviving Corporation or Nonsurviving Company, as the case may be, whether past or remaining in office, shall execute and deliver, upon the request of Surviving Corporation, any and all proper conveyances, agreements, documents, instruments and assurances and perform all necessary or proper acts, to vest, perfect, confirm or record such title thereto in Surviving Corporation, or to otherwise carry out the provisions of this Plan.

ARTICLE - 8

Upon the adoption of the Plan by Constituent Entities' Board of Directors, Members and the execution of this Plan, Nonsurviving Company and Surviving Corporation shall cause their respective President and Manager to execute Articles of Merger in the form attached hereto and upon such execution, this Plan shall be deemed incorporated by reference into the Articles of Merger as if fully set forth therein and shall become an exhibit to such Articles of Merger. Thereupon, such Articles of Merger shall be delivered for filing by Surviving Corporation to the Florida Department of State. In accordance with Chapter 607, Florida Statutes.

ARTICLE - 9

Any of the terms or conditions of this Plan may be waived at any time by the one of the Constituent Entities which is, or the Shareholders or Members of which are, entitled to the benefit thereof by action taken by the Board of Directors or Members of such party, or may be amended or modified in whole or in part at any time prior to the vote of the Shareholders or Members of the Constituent Entities by an agreement in writing executed in the same manner (but not necessarily by the same persons), or at any time thereafter as long as such change is in accordance with Chapters 607 and 608, Florida Statutes.

ARTICLE - 10

At any time before the Effective Date (whether before or after filing of Articles of Merger), this

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Plan may be terminated and the Merger abandoned by mutual consent of the Board of Directors and Members of both Constituent Entities.

IN WITNESS WHEREOF, the parties have set their hands this 17 day of JANUARY,
2013.

DLG ART, INC., a Florida Corporation

By: [Signature]
Antonio De La Guardia, President

TRESART, LLC., a Florida Limited Liability
Company

By: [Signature]
Antonio De La Guardia, Operating Manager

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